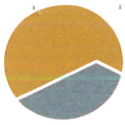


**From:** Boyd, Andrew  
**Sent time:** 01/25/2016 08:56:32 AM  
**To:** Sheldrake, Beth; Williams, Jonathan  
**Cc:** Connery, Shannon  
**Subject:** FMC Property Lease Notice - FMC FOIA  
**Attachments:** DONOTREPLYSHARPSCANNER\_20160125\_085217.pdf

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FYI



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LAW GROUP

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**RECEIVED**

JAN 22 2016

U.S. EPA REGION 10  
OFFICE OF REGIONAL COUNSEL

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Seattle, Washington 98104  
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January 19, 2016

Andrew Boyd  
Assistant Regional Counsel (ORC-158)  
United States Environmental Protection Agency  
1200 Sixth Avenue, Suite 900  
Seattle, WA 98101

**Re: Planned redevelopment project at the FMC OU of the Eastern Michaud Flats Superfund Site**

Dear Mr. Boyd:

On December 8, 2015, FMC Corporation ("FMC") entered into an Air Rights Lease Agreement and Easement Agreement with Valley Agronomics, LLC ("Valley") that would allow Valley to construct and operate a fertilizer, seed and crop-protection formulation and distribution business on portions of the FMC Operable Unit ("OU") of the Eastern Michaud Flats Superfund Site, within portions of the Remediation Units identified as RA-G and RA-J.

Paragraph 42 of the Unilateral Administrative Order ("UAO") for Remedial Design and Remedial Action ("RD/RA") for the FMC OU requires that FMC provide notice to EPA, the Shoshone-Bannock Tribes and the State of Idaho in the event of any "Transfer" of real property located at the FMC OU. The capitalized term "Transfer" is not defined in the UAO. Therefore its ordinary meaning is used to interpret the meaning of that term as used in UAO Paragraph 42. Under Idaho law, neither the easement nor the air rights lease agreement constitute a "transfer" of real property. *Beckstead v. Price*, 190 P.3d 876, 881 (Idaho 2008). For this reason the FMC-Valley agreements do not trigger the notice provisions of Paragraph 42.

Although not required under the UAO, FMC nevertheless is hereby providing notice to EPA, the Tribes, and the State, of the FMC-Valley agreements consistent with the intent of the UAO. FMC provides the following information:

Name and Address of Grantee: Valley Agronomics, LLC, P.O. Box 365, 910 S. Oneida St., Rupert, ID 83350, Attn: David J. Holtom, Chief Executive Officer

Andrew Boyd, Esq.  
January 19, 2016  
Page 2

Date upon which the Grantee was notified of the UAO and any Institutional Controls: Not later than December 8, 2015.

Please feel free to contact me with any questions about this letter.

Sincerely,

SUMMIT LAW GROUP PLLC

*Maureen L. Mitchell* *by Smit*  
Maureen L. Mitchell

cc: Jonathan Williams, United States Environmental Protection Agency  
Scott Miller, Idaho Department of Environmental Quality  
Doug Tanner, Idaho Department of Environmental Quality  
Bill Bacon, Shoshone-Bannock Tribes  
Kelly Wright, Shoshone-Bannock Tribes  
Susan Hanson, Shoshone-Bannock Tribes